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BASIC AMENDMENT

SUNCOAST HOLDING COMPANY, INC.

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
SUNCOAST HOLDING COMPANY, INC.**

Pursuant to Section 607.1001 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of Suncoast Holding Company, Inc. (the "Corporation"), are hereby amended according to these Articles of Amendment:

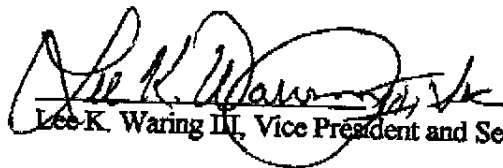
FIRST: The name of the Corporation is Suncoast Holding Company, Inc.

SECOND: Article I of the Articles of Incorporation shall be amended in its entirety to read as follows:

"The name of the Corporation shall be LandMark Financial Holding Company."

THIRD: The foregoing amendment was adopted at the annual meeting of the sole shareholder of the Corporation on September 3, 1999, by a sufficient number of affirmative votes for the amendment to be approved in accordance with Section 607.1003 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 3 day of September, 1999.


Lee K. Waring III, Vice President and Secretary

TPA3-648778

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